

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF VERMONT**

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In re:	:	INVOLUNTARY CHAPTER 7
	:	
HERMITAGE INN REAL ESTATE	:	
HOLDING COMPANY, LLC	:	CASE NO. 19-10214
	:	
Alleged Debtor	:	Re: ECF Nos. 28, 32, and 62
	x	

**JOINT STIPULATION OF FACTS RE: EVIDENTIARY HEARING ON (I)
PETITIONING CREDITOR’S MOTION FOR ORDER TRANSFERRING VENUE (ECF
NO. 28); (II) BARNSTORMER SUMMIT LIFT LLC’S MEMORANDUM IN SUPPORT
OF TRANSFERRING VENUE OF THE CONNECTICUT BANKRUPTCY CASES TO
VERMONT (ECF NO. 32); AND (III) PUTATIVE DEBTOR’S MOTION FOR ORDER
TRANSFERRING VENUE (ECF NO. 62)**

Hermitage Inn Real Estate Holding Company, LLC (“HIREHCO”), Hermitage Club, LLC, (the “Club”), by and through their undersigned counsel; the Petitioning Creditors, by and through their undersigned counsel; and Barnstormer Summit Lift LLC, by and through its undersigned counsel, as and for a joint stipulation of facts for the evidentiary hearing on (i) Petitioning Creditor’s Motion for Order Transferring Venue (ECF No. 28); (ii) Barnstormer Summit Lift LLC’s Memorandum in Support of Transferring Venue of the Connecticut Bankruptcy Cases to Vermont (ECF No. 32); and (iii) Putative// Debtor’s Motion for Order Transferring Venue (ECF No. 62) (collectively, the “Venue Hearing”), submit the following:

1. This involuntary case was commenced by petition for relief under Chapter 7 of the United States Bankruptcy Code, 11 U.S.C. §101, et seq. (the “Bankruptcy Code”) filed by Bobbi Resek, Dan Solaz and Lakeland Bank (collectively, the “Petitioning Creditors”) on May 22, 2019 (the “Involuntary Case”).

2. No order for relief has entered in the Involuntary Case.

3. On May 28, 2019, HIREHCO filed a voluntary petition for relief under Chapter 11

of the Bankruptcy Code in the United States Bankruptcy Court for the District of Connecticut, Case No. 19-20903 (the “HIREHCO Chapter 11 Case”). As of today’s date, HIRECHO has not filed a Statement of Financial Affairs, or any schedules of assets or liabilities in the Connecticut Cases.

4. On May 28, 2019, the Club filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Connecticut, Case No. 19-20904. (the “Club Chapter 11 Case”, and together with the HIREHCO Chapter 11 Case, the “Connecticut Cases”). (HIREHCO and the Club may hereinafter be jointly referred to as the “Debtors”). As of today’s date, the Club has not filed a Statement of Financial Affairs, or any schedules of assets or liabilities in the Connecticut Cases.

5. HIREHCO is a limited liability company organized and existing under the laws of the State of Connecticut. The mailing address of HIRECHO is listed with the Connecticut Secretary of State as P.O. Box 2210, West Dover, VT, 05356.

6. The Club is a limited liability company organized and existing under the laws of the State of Connecticut. The Club is a wholly owned subsidiary of HIRECHO.

7. HIREHCO is registered as a foreign limited liability company with the Vermont Secretary of State. The business information listed with the Vermont Secretary of State for HIREHCO shows a physical address of 10 Gatehouse Trail, Wilmington, Vermont, and a mailing address of P.O. Box 2210, West Dover, Vermont.

8. Neither HIREHCO nor the Club own any real estate located outside the State of Vermont.

9. HIREHCO owns real and personal property in Wilmington and Dover, Vermont on which a private, members only ski and golf resort (the “Resort”) was operated. The Resort

consists of a ski facility on Haystack Mountain, a Desmond Muirhead designed championship golf course, clubhouses, several inns, and certain real property slated for development into residential homes and condominiums. The Club does not own any of the real estate assets of the Resort.

10. HIREHCO obtained loans from Berkshire Bank (the “Berkshire Loans”), and in connection with those loans HIREHCO granted Berkshire Bank mortgages on the real estate associated with the Resort and granted Berkshire Bank a lien on HIREHCO’s personal property. In connection with those loans, the Club granted Berkshire Bank a lien on the Club’s personal property.

11. HIREHCO obtained a loan from Barnstormer Summit Lift, LLC (“Barnstormer”), and in connection with this loan HIREHCO granted Barnstormer a lien on the main ski lift at the Resort.

12. The Debtors operated the Resort for several years.

13. In February, 2018, Berkshire Bank commenced an action to foreclose its interest in real and personal property owned by the Debtors, including the Resort property in the Superior Court for the State of Vermont, Windham Division (the “Foreclosure Action”).

14. On March 20, 2018, the Vermont Department of Taxes shutdown the Resort following the failure of the Club to pay more than \$1.4 million in unpaid taxes. As of today’s date, this tax claim remains unpaid.

15. In June, 2018, an order entered in the Foreclosure Action appointing FTI Consulting, Inc., acting through Alan Tantleff, as receiver of the Resort property (the “Receiver”). The Receiver continues to act in that capacity. The order appointing the Receiver tasks the Receiver with maintenance of the Hermitage Resort and other responsibilities, including the duty to “maintain, in accordance with accounting standard and practices, the books and records of the

Subject Properties, during the Receivership.” The order limits the Receiver’s ability to access HIREHCO or the Club e-mail accounts but requires the Receiver to secure and preserve all business records located at the Resort when the order took effect.

16. The Debtors have not operated the Resort since March, 2018.

17. James R. Barnes is the Managing Member of HIREHCO.

18. James R. Barnes is the Managing Member of the Club.

19. James R. Barnes is a resident of the State of Connecticut, residing at 145 Deercliff Road, Avon, Connecticut 06001.

20. On May 29, 2019, in the Connecticut Cases, the Debtors filed a motion to approve Debtor-in-Possession financing (Connecticut Cases ECF No. 13) seeking Court authority to enter into a credit facility with Restructured Opportunity Investors, Inc. (“DIP Lender”) whereby the DIP Lender would provide \$1,750,000 in post-petition financing to the Debtors.

21. The Connecticut Cases have been stayed pending a decision on the Venue Hearing.

Dated: June 7, 2019
New Haven, Connecticut

ALLEGED DEBTOR,
HERMITAGE INN REAL ESTATE
HOLDING COMPANY, LLC

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and

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Dated: June 7, 2019
Rutland, Vermont

PETITIONING CREDITORS,
BOBBI RESEK, DAN SOLAZ,
and LAKELAND BANK

By: /s/Jess T. Schwidde
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Dated: June 7, 2019
Battleboro, Vermont

CREDITOR,
BARNSTORMER SUMMIT LIFT, LLC

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Dated: June 7, 2019
Burlington, Vermont

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ESTATE HOLDING COMPANY, LLC

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**UNITED STATES BANKRUPTCY COURT
DISTRICT OF VERMONT**

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In re:	:	INVOLUNTARY CHAPTER 7
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HERMITAGE INN REAL ESTATE	:	
HOLDING COMPANY, LLC	:	CASE NO. 19-10214 (CAB)
	:	
Alleged Debtor	:	
_____	x	

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on June 7, 2019, the foregoing Joint Stipulation of Facts was electronically filed. Notice of this filing was sent by e-mail to all parties by operation of the Court's electronic filing system or by mail to anyone unable to accept electronic filing. Parties may access this filing through the Court's system.

Dated: June 7, 2019
New Haven, Connecticut

ALLEGED DEBTOR,
HERMITAGE INN REAL ESTATE
HOLDING COMPANY, LLC

By: /s/Douglas S. Skalka
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